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- and -

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One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030  
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Attorneys for the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----X		
In re	:	Chapter 11
	:	
LandAmerica Financial Group, Inc., <u>et al.</u> ,	:	Case No. 08-35994 (KRH)
	:	
Debtors.	:	(Jointly Administered)
-----X		

**ORDER APPROVING SECOND APPLICATION OF WILLKIE  
FARR & GALLAGHER LLP AS COUNSEL FOR DEBTORS FOR  
INTERIM ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
FROM MARCH 1, 2009 THROUGH MAY 31, 2009**

Upon the application, dated July 15, 2009 (the “**Application**”), of Willkie Farr & Gallagher LLP (“**WF&G**”), attorneys for LandAmerica Financial Group, Inc. and LandAmerica 1031 Services, Inc. (collectively, the “**Debtors**”), for interim allowance of compensation for professional services rendered and reimbursement of expenses incurred from March 1, 2009 through May 31, 2009, pursuant to sections 330(a) and 331 of title 11 of the United States Code

(the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”); and various objections having been filed (collectively, the “**Objections**”); and a hearing (the “**Hearing**”) having been held before this Court on August 25, 2009 to consider the Application; and it appearing that sufficient notice has been given, and no other notice being necessary; and upon the full record of the Hearing and all prior proceedings in these cases; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Application is granted to the extent set forth herein.
2. To the extent not withdrawn or resolved, all Objections to the Application are hereby overruled and denied.
3. All capitalized terms used but not defined herein shall have the same meaning ascribed to them in the Application.
4. The fees and expenses of WF&G requested for services rendered and expenses incurred during the Second Application Period are approved on an interim basis, in the amounts and to the extent provided in Schedule A-1 annexed hereto.
5. The Debtors are authorized and directed to pay as soon as practicable all fees and expenses approved by this Order (including the 15% Holdback) that remain unpaid.
6. This Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

Dated: Richmond, Virginia  
August \_\_, 2009

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KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Rachel C. Strickland  
WILLKIE FARR & GALLAGHER LLP  
Paul V. Shalhoub (Admitted *Pro Hac Vice*)  
Rachel C. Strickland (Admitted *Pro Hac Vice*)  
787 Seventh Avenue  
New York, New York 10019  
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-and-

/s/ Dion W. Hayes  
Dion W. Hayes (VSB No. 34304)  
John H. Maddock III (VSB No. 41044)  
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901 East Cary Street  
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Attorneys for the Debtors and Debtors in Possession

**LOCAL BANKRUPTCY RULE 9022-1 (C) CERTIFICATION**

Pursuant to Local Bankruptcy Rule 9022-1 (C), I hereby certify that the foregoing order, substantially in the form herein, has been endorsed by or served upon all necessary parties.

/s/ Dion W. Hayes  
Dion W. Hayes (VSB No. 34304)  
John H. Maddock III (VSB No. 41044)  
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CASE NAME: LandAmerica Financial Group, Inc.  
CASE NUMBER: 08-35994 (KRH) (Jointly Administered)

**SCHEDULE A-1**

**FEES AND EXPENSES APPROVED ON AN INTERIM BASIS**

<u>Applicant</u>	<u>Capacity</u>	Interim Compensation <u>Approved</u> <sup>1</sup>	Interim Reimbursement of Expenses <u>Approved</u>	Hold-Back <u>Approved</u>
Willkie Farr & Gallagher LLP	Attorneys for the Debtors	\$3,467,779.00	\$136,347.64	\$520,166.85

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<sup>1</sup> This amount includes amounts “held-back.”